

Securities and Exchange Commission

Division of Corporate Finance

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square **CS** fapore 049481

Tel: (65) 68857471

AUG 0 8F2002(65) 68857391

THOMSON FINANCIAL

BY COURIER

Attn: Special Counsel/Office of International Corporation Finance

Dear Sir

U.S.A.

9 July 2002

Room 3094 (3-6) 450 Fifth Street

Washington DC 20549

RE: **FILE NO: 82-2564**

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 3,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG **COMPANY SECRETARY**

FORM OF APPLICATION





KEPPEL CORPORATION LIMITED

(a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF 3,000 ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 09 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID 3,000 APPLICATION FOR LISTING AND QUOTATION OF

3,000 OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") ARISING FROM THE

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details :-તં

| 0.0 | Options Granted & Outstanding Shares/Stock Units | | 1,500.00 Less Exercise : (3,000) | 384,057,045.50 Outstanding : 15,919,000 | |
|----------------------------------|--|---|----------------------------------|---|--|
| al | \$ | 384,055,545.50 Before Exercise : 15,922,000 | 1,500.00 | 384,057,045.50 | |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,111,091 | 3,000 | 768,114,091 | |
| Issued | | Before Exercise | Add Exercise | After Exercise | |
| Authorised | Authorised Capital | | \$1,500,000,000 | | |
| Par | Par Value | | \$0.50 | | |
| Class of | Class of P Security V | | Ordinary | | |

Outstanding Warrants/TSR 3

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987. 4

: Caroline Chang Authorised Signature:_

: Secretary

Designation

9 July 2002

Date

Enclosures:

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. Confirmation of despatch of Share/Stock Certificates. ë.
- Details of options granted and exercised in Employees' Share Option Scheme ("ESOS").
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional isting fee payable is covered in the previous payments.) ರ ಕ

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|-------------------------------------|-----------------------------------|----------------------------------|--|
| 3,000 | \$3.78 | \$11,340.00 | Tin Aye Kyaw via Depository Ager OCBC Securities Pte Ltd (sub- account name of KSN-Kep Grp Corp Cr Union Ltd) |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | · | | |
| | | | |
| | | | |
| | | | |
| | Tatal value of charge | | |
| | Total value of shares exercised = | \$11,340.00 | |

- Notes:
 (1) Adjustments to subscription price to be disclosed as footnotes
 (2) Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

Folio No

| Name | of | Company: | |
|------|----|----------|--|
|------|----|----------|--|

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The iss | ue of the shares r | eferred to in this return | was made pursuant to a reso | lution passed by the |
|---------------|--------------------|---------------------------|---------------------------------|------------------------|
| | | | | |
| The sha | res referred to in | this return were allotted | l, or are deemed to have been a | allotted under section |
| 63 (6) of the | e Companies Act | t, to the allottees on th | e dates indicated. | |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 3,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$3.78 | - | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$3.28 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in the Businesses | the office of the Registrar of Companies & | For Official Use |
|--------------------------|--|-----------------------|
| Name: | Keppel Corporation Limited | Date of Registration: |
| Address: | 23 Church Street #15-01 Capital Square | Receipt No: |
| | Singapore 049481 | Checked By: |

A/c No:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

^{FORM} 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name (b) Address (c) NRIC/Passport No/Registration No (d) Nationality/Country of Incorporation (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street 6th Floor The Exchange Singapore 049705 (c) 198003912M (d) Singapore (e) †No and class of shares allotted and consideration therefor (f) Date of allotment (e) 3,000 ordinary shares for a cash consideration (f) 5.7.02 | |
|---|----|
| (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 (c) 198003912M (f) 5.7.02 | |
| 6 th Floor The Exchange Singapore 049705 (c) 198003912M (f) 5.7.02 | |
| (c) 198003912M (f) 5.7.02 | ł. |
| (d) Singapore | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | j |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM **24**

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,057,045.50 | - | - |
| Paid-up Share Capital | \$384,057,045.50 | - | - |

CERTIFICATE[‡]

| hereby | certify, | in re | lation | to | the | abovenamed | company, | that— |
|--------|----------|-----------------|-----------------------|-----------------------------|--------------------------------|------------------------------------|---|--|
| | hereby | hereby certify, | hereby certify, in re | hereby certify, in relation | hereby certify, in relation to | hereby certify, in relation to the | hereby certify, in relation to the abovenamed | hereby certify, in relation to the abovenamed company, |

- (a) the company has more than 500 members;
- (b) the company keeps its principal shares register at (address)
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 9 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SING A PORE 089758 TELEFAX: (65) 63236990 TELEPHONE: (65) 63236200

8 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre 1 #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 3,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 3,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELEN TAN MANAGER

B.A.C.S. PRIVATE LIMITED

CC: Tomasele Holdings (Ath: Ms Gran Lay Hoon)

GFD

60

an (GTK)

c.c. Ms Caroline Chang
General Manager (Group Legal)
Keppel Corporation Limited
23 Church Street #15-01 Capital Square
Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DESCRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------------------|------------------|-------------------------|
| BALANCE B/F | 768,111,091 | |
| SHARE OPTION SCHEME | 3,000 | 05.07.2002 |
| TOTAL | 768,114,091 | |
| | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471 Fax: (65) 68857391

10 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 54,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED (a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF <u>54,000</u> ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 10 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID 54,000 OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") APPLICATION FOR LISTING AND QUOTATION OF 54,000 ARISING FROM THE

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details:-તં

| Options Granted & Outstanding Shares/Stock Units | | 384,057,045.50 Before Exercise : 15,919,000 | 27,000.00 Less Exercise : (54,000) | 384,084,045.50 Outstanding : 15,865,000 |
|--|-------------------|---|------------------------------------|---|
| al | ↔ | 384,057,045.50 | . 27,000.00 | 384,084,045.50 |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,114,091 | 54,000 | 768,168,091 |
| Issued | | Before Exercise | Add Exercise | After Exercise |
| Authorised Capital | | | \$1,500,000,000 | |
| Par Value | | | \$0.50 | |
| Class of Security | | | Ordinary | |

Outstanding Warrants/TSR ત્નું

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987. 4

: Caroline Chang/

Authorised Signature:

: Secretary Designation

Date

10 July 2002

Enclosures:

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. Confirmation of despatch of Share/Stock Certificates. Details of options granted and exercised in Employees' Share Option Scheme ("ESOS"). ė,
- ت ت
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional isting fee payable is covered in the previous payments.)

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|-------------------------------------|-----------------------------------|--|--------------------------|
| 8,000 | \$0.91 | \$ 7,280.00 | Seah Seow Gek Sarah |
| 18,000 | \$2.42 | \$43,560.00 | Chan Li Wen |
| 20,000 | \$2.25 | \$45,000.00 | Chan Li Wen |
| 8,000 | \$3.78 | \$30,240.00 | Martha Yin Chin Bee |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | - | |
| | | | |
| | | | |
| | Total value of shares exercised = | \$126,080.00 | |

Notes:
(1) Adjustments to subscription price to be disclosed as footnotes
(2) Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

Folio No

| Name of C | ompany: |
|-----------|---------|
|-----------|---------|

KEPPEL CORPORATION LIMITED

Company No:

196800351N

63 (6) of the Companies Act, to the allottees on the dates indicated.

| The issue of the shares refe | rred to in this return was made pursuant to a resolution passed by | the |
|-------------------------------|---|------|
| members of the company on | 21 May 2002 | |
| The shares referred to in thi | return were allotted, or are deemed to have been allotted under sec | tion |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 8,000 | - | - |
| Nominal amount of each share | \$0.50 | . - | - |
| Amount paid or due and payable on each share paid | \$0.91 | · <u>-</u> | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$0.41 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the office of t | the Registrar | of Companies & |
|------------|-----------------|---------------|----------------|
| Businesses | by | _ | |

Name:

Keppel Corporation Limited

Address:

A/c No:

23 Church Street #15-01 Capital Square

Singapore 049481

Tel No: Fax No: 68857 391

68857 471

Date of Registration:

For Official Use

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|--|---|
| (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 (c) 198003912M | (e) 8,000 ordinary shares for a cash consideration. (f) 9.7.02 |
| (d) Singapore | |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash. Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,061,045.50 | - | - |
| Paid-up Share Capital | \$384,061,045.50 | - | - |

CERTIFICATE#

| I hereby certify, in relation to the abovenamed company, that— | |
|--|--|
| (a) the company has more than 500 members; | |
| (b) the company keeps its principal shares register at (address) | |
| | |

- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 10 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

^{*} Delete where inapplicable.

[†] This Certificate is not to be completed if paragraph 3 of this Form is completed.

(Chapter 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

150RM 24

Folio No

| Name | of | Company: | |
|------|----|----------|--|
| Name | UI | Company | |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The issue of the shares ref | erred to in this return was made pursuant to a resolution passed by the |
|------------------------------|---|
| members of the company on | 21 May 2002 |
| | s return were allotted, or are deemed to have been allotted under section |
| 63 (6) of the Companies Act, | o the allottees on the dates indicated. |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 18,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$2.42 | - | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$1.92 | - | • |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the office of the Registrar of Companies & |
|------------|--|
| Businesses | by |

Name:

Keppel Corporation Limited

Address:

23 Church Street

#15-01 Capital Square

Singapore 049481

Tel No:

68857 471

A/c No:

Fax No: 68857 391

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

10RM **24**

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|--|---|
| a) The Central Depository (Pte) Ltd b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 c) 198003912M d) Singapore | (e) 18,000 ordinary shares for a cash consideration (f) 9.7.02 |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash. Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

form 24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,070,045.50 | - | - |
| Paid-up Share Capital | \$384,070,045.50 | - | - |

CERTIFICATE*

| I he | reby certify. | in r | elation | to th | e abovenamed | company. | that- |
|------|---------------|------|---------|-------|--------------|----------|-------|
|------|---------------|------|---------|-------|--------------|----------|-------|

- (a) the company has more than 500 members;
- (b) the company keeps its principal shares register at (address)
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 10 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

bulling

^{*} Delete where inapplicable.

[†] This Certificate is not to be completed if paragraph 3 of this Form is completed.

(CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

Folio No

| Name | of. | Company | |
|--------|-----|----------|--|
| INAIDC | | Combany: | |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The issue of the shares refe | erred to in this return was made pursuant to a resolution passed by th |
|--------------------------------|--|
| members of the company on | 21 May 2002 |
| The shares referred to in thi | s return were allotted, or are deemed to have been allotted under sectio |
| 63 (6) of the Companies Act, t | o the allottees on the dates indicated. |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|----------|
| Number of shares | 20,000 | - | <u>-</u> |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$2.25 | - | - |
| due and payable | _ | - | - |
| Amount of premium paid or payable on each Share | \$1.75 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in the office of the Registrar of Companies & | |
|--|--|
| Businesses by | |

Name:

Keppel Corporation Limited

Address:

A/c No:

23 Church Street

#15-01 Capital Square

Singapore 049481 Tel No: 68857 471

Fax No: 68857 391

Date of Registration:

For Official Use

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|--|---|
| (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street | (e) 20,000 ordinary shares for a cash consideration. |
| 6 th Floor The Exchange Singapore 049705 | |
| (c) 198003912 M | (f) 9.7.02 |
| (d) Singapore | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash. Details of consideration need not be provided.

| Form 24 Continuation Shee | et 2 | | |
|---------------------------|--|-------------------------|-----------------------------|
| Name of Company: | KEPPEL CORPORAT | ION LIMITED | FORM |
| Company No: | 196800351N | | 4 |
| | | | |
| | | | |
| Upon the abovemention | ed allotment of shares, t | he position of the Shar | re Capital is as follows: |
| | Ordinary | Preference | Others |
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,080,045.50 | - | - |
| Paid-up Share Capital | \$384,080,045.50 | - | - |
| | CERTIFICA | TE‡ | |
| I hereby certify, in rela | ation to the abovenamed | company, that— | |
| (a) the company has | more than 500 members; | | |
| (b) the company keeps | its principal shares registe | r at (address) | |
| | | | |
| | ides reasonable accommod members and its particular | | persons to inspect and take |
| (d) the shares referre | d to in this return were a | llotted for cash; | |
| • • | d to in this return were a | | |
| • | | | |
| | · | | |
| Datado 10 July 2002 | | | |
| Dated: 10 July 2002 | | | |
| | | | |
| | | | |

Name of *Director / Secretary:

Caroline Chang

^{*} Delete where inapplicable. † This Certificate is not to be completed if paragraph 3 of this Form is completed.

(Chapter 50)
Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

24

Folio No

| * 7 | of Company | |
|------------|-------------|---|
| Name | AT L AMBABY | • |
| | | |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the members of the company on 21 May 2002

The shares referred to in this return were allotted, or are deemed to have been allotted under section 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 8,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$3.78 | - | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$3.28 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the office of t | he Registrar | of Companies & |
|-------------------|-----------------|--------------|----------------|
| Businesses | bv | | |

Name:

Keppel Corporation Limited

Address:

23 Church Street

#15-01 Capital Square

Singapore 049481

Tel No:

68857 471

A/c No:

Fax No: 68857 391

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|--|---|
| (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 (c) 198003912M (d) Singapore | (e) 8,000 ordinary shares for a cash consideration (f) 9.7.02 |
| | |
| | |
| | |
| | |
| | · |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash. Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

rorm 24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,084,045.50 | - | - |
| Paid-up Share Capital | \$384,084,045.50 | - | • |

CERTIFICATE‡

| hereby certify, in relation to the abovenamed company, that— |
|---|
| (a) the company has more than 500 members; |
| (b) the company keeps its principal shares register at (address) |
| · · · · · · · · · · · · · · · · · · · |
| (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred; |
| (d) the shares referred to in this return were allotted for cash; |

(e) the shares referred to in this return were allotted for a consideration other than cash and

the number of persons to whom the shares have been allotted exceeds 500.

Dated: 10 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

^{*} Delete where inapplicable.

[†] This Certificate is not to be completed if paragraph 3 of this Form is completed.

B.A.C.\$. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE (889758 TELEFAX: (65) 63236990 TELEPHONE: (65)63236200

10 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre 1 #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 54,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 54,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELENTAN MANAGER

B.A.C.S. PRIVATE LIMITED

cc: Tomask Holdings (Attn: Ms Gian Lay Hoon)

GC ,

GM (GTR)

c.c. Ms Caroline Chang General Manager (Group Legal) Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DES | CRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------|--------------|------------------|-------------------------|
| BALANCE | B/F | 768,114,091 | |
| SHARE O | PTION SCHEME | 54,000 | 09.07.2002 |
| TOTAL | | 768,168,091 | |
| | | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471 Fax: (65) 68857391

15 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 4,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED
(a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF $\underline{4.000}$ ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 15 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID ARISING FROM THE 4,000 OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") APPLICATION FOR LISTING AND QUOTATION OF 4,000

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details:-

તં

| _ | guir | 15,865,000 | (1,765,000) | (4,000) | 4,096,000 |
|----------------------------------|---|---------------------------------------|---------------------------|--------------------------|----------------------------|
| 0 | Options Granted & Outstanding Shares/Stock Units | 384,084,045.50 Before Exercise: 15,80 | Less Options Lapsed: (1,7 | •• | |
| | Spa | .50 Bef | res | 2,000.00 Less Exercise | .50 Out |
| la | \$ | 384,084,045 | | 2,000 | 384,086,045.50 Outstanding |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,168,091 | | 4,000 | 768,172,091 |
| Issued a | | Before Exercise | , | Add Exercise | After Exercise |
| Authorised | Capitai | \$1,500,000,000 | | | |
| Par | value | \$0.50 | | | |
| Class of | Security | Ordinary | | | |

Outstanding Warrants/TSR 3

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987.

: Caroline Chang Name

Authorised Signature:

: Secretary Designation

15 July 2002

Date

Enclosures:

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. Confirmation of despatch of Share/Stock Certificates. Details of options granted and exercised in Employees' Share Option Scheme ("ESOS"). ن بن ب
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional
 - listing fee payable is covered in the previous payments.)

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|-------------------------------------|--|--|-------------------------|
| 4000 | \$2.80 | 11200 | Toh Lee Ching |
| | Total value of shares exercised = | 11200 | |
| | ubscription price to be dis xercised = the number o | sclosed as footnotes f shares allotted multiply | by their exercise price |

THE COMPANIES ACT (CHAPTER 50)
Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM 24

Folio No

| N.T. | | C | |
|-------------|-----|----------|--|
| Name | OI. | Company: | |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The issue of the shares ref | erred to in this return was made | pursuant to a resolution passed by the |
|------------------------------|-------------------------------------|--|
| members of the company on | 21 May 2002 | |
| The shares referred to in th | is return were allotted, or are dee | emed to have been allotted under section |
| 63 (6) of the Companies Act | to the allottees on the dates ind | licated |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 4,000 | • | • |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$2.80 | _ | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$2.30 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in the office of the Registrar of Companies & | ż |
|--|---|
| Businesses by | |

Name:

Keppel Corporation Limited

Address:

23 Church Street #15-01 Capital Square

Singapore 049481

Tel No: 68857 471

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| a) Name b) Address c) NRIC/Passport No/Registration No | (e) †No and class of shares allotted and consideration therefor |
|--|---|
| d) Nationality/Country of Incorporation | (f) Date of allotment |
| a) The Central Depository (Pte) Ltd | (e) 4,000 ordinary shares |
| 2) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 | for a cash consideration |
| c) 198003912M | (f) 12.7.02 |
| d) Singapore | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | · |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| · | 1 |

* Delete where inapplicable.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| FORM | | |
|------|---|--|
| | 1 | |
| | 4 | |
| | | |

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,086,045.50 | - | - |
| Paid-up Share Capital | \$384,086,045.50 | - | - |

CERTIFICATE*

| I | hereby certify, in relation to the abovenamed company, that— |
|---|--|
| | (a) the company has more than 500 members; |
| | (b) the company keeps its principal shares register at (address) |
| | |
| | |

- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 15 July 2002

ignature: While

Name of *Director / Secretary:

Caroline Chang

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE 089758 TELEFAX: (65) 63236990 TELEPHONT: (65) 63236200

15 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre I #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 4,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 4,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELENTAN MANAGER

B.A.C.S. PRIVATE LIMITED

CC: Temasek Holdings
(Athr: M. Gram lay Hoon)
GFD
GC
GM (GTR)
(Loxed)

c.c. Ms Caroline Chang
General Manager (Group Legal)
Keppel Corporation Limited
23 Church Street #15-01 Capital Square
Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DESCRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------------------|------------------|-------------------------|
| BALANCEB/F | 768,168,091 | |
| SHARE OPTION SCHEME | 4,000 | 12.07.2002 |
| TOTAL | 768,172,091 | |
| | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471 Fax: (65) 68857391

23 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 35,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED (a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF $\underline{35,000}$ ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 23 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID APPLICATION FOR LISTING AND QUOTATION OF 35,000

OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") ARISING FROM THE 35,000

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details :-4

| Options Granted & Outstanding Shares/Stock Units | | 384,086,045.50 Before Exercise: 14,096,000 | 17,500.00 Less Exercise : (35,000) | Outstanding : 14,061,000 |
|---|-----------------------|--|------------------------------------|----------------------------|
| 1 | €9 | 384,086,045.50 | 17,500.00 | 384,103,545.50 Outstanding |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,172,091 | 35,000 | 768,207,091 |
| Issued a | | Before Exercise | Add Exercise | After Exercise |
| Authorised | Authorised Capital | | \$1,500,000,000 | |
| Par | Par Value | | \$0.50 | |
| Class of | Class of Security | | Ordinary | |

Outstanding Warrants/TSR ઌ

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987. 4

: Caroline Chang Authorised Signature:

: Secretary

23 July 2002

Date

Designation

Enclosures:

A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. Confirmation of despatch of Share/Stock Certificates.

<u>ج</u> ج

Details of options granted and exercised in Employees' Share Option Scheme ("ESOS"). ن خ

Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional listing fee payable is covered in the previous payments.)

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: | |
|-------------------------------------|-----------------------------------|----------------------------------|--|--|
| 35,000 | \$2.80 | \$98,000.00 | Chiam Toon Thong Charles via Depository Agent, OCBC Securities Pte Ltd (sub-account name of KSN- Kep Grp Corp Cr Union Ltd) | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| , | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | Total value of shares exercised = | \$98,000.00 | | |

- (1) Adjustments to subscription price to be disclosed as footnotes
 (2) Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

24

FORM

Folio No

| Name of Con | npany: |
|-------------|--------|
|-------------|--------|

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the members of the company on 21 May 2002

members of the company on 21 May 2002

The shares referred to in this return were allotted, or are deemed to have been allotted under section 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|----------|
| Number of shares | 35,000 | - | - |
| Nominal amount of each share | \$0.50 | - | _ |
| Amount paid or due and payable on each share paid | \$2.80 | - | - |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$2.30 | - | <u> </u> |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | , |

The consideration for which the shares have been so allotted is as follows:

| Lodged in Businesses | the office of the Registrar of Companies & | For Official Use |
|-------------------------|--|-----------------------|
| Name: | Keppel Corporation Limited | Date of Registration: |
| Address: | 23 Church Street | Receipt No: |

#15-01 Capital Square Singapore 049481 Tel No: 68857 471

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name (b) Address (c) NRIC/Passport No/Registration No (d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|---|---|
| (a) The Central Depository (Pte) Ltd | (e) 35,000 ordinary shares |
| b) 20 Cecil Street 6th Floor The Exchange Singapore 049705 | for a cash consideration. |
| c) 198003912M | (f) 19.7.02 |
| d) Singapore | |
| | |
| | |
| | · |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM **24**

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | - |
| Issued Share Capital | \$384,103,545.50 | <u>-</u> | - |
| Paid-up Share Capital | \$384,103,545.50 | - | - |

CERTIFICATE#

| (a) the company has more than 500 members; | |
|--|--|
|--|--|

- (a) the company has more than 500 members,
- (b) the company keeps its principal shares register at (address)
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;

I hereby certify, in relation to the abovenamed company, that—

(e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 23 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

^{*} Delete where inapplicable.

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE 089758 TELEFAX: (65) 63236990 TELEPHONE: (65) 63236200

22 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre 1 #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 35,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 35,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELENTAN

B.A.C.S. PRIVATE LIMITED

CC: Tomasch Holdings

(Ath: Mo Giam Lay Hoon)

GFD

GC

GM (BTR)

(Joved)

c.c. Ms Caroline Chang
General Manager (Group Legal)
Keppel Corporation Limited
23 Church Street #15-01 Capital Square
Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DESCRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------------------|------------------|-------------------------|
| BALANCEB/F | 768,172,091 | |
| SHARE OPTION SCHEME | 35,000 | 19.07.2002 |
| TOTAL | 768,207,091 | · |
| | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471 Fax: (65) 68857391

25 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 9,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED
(a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF 9,000 ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 25 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID APPLICATION FOR LISTING AND QUOTATION OF 9,000

9,000 OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") ARISING FROM THE

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details:-

તં

| : () | Shares/Stock Units | 384,103,545.50 Before Exercise : 14,061,000 | 4,500.00 Less Exercise : (9,000) | 384,108,045.50 Outstanding : 14,052,000 |
|----------------------------------|--------------------|---|----------------------------------|---|
| al | \$ | 384,103,545.50 | 4,500.00 | 384,108,045.50 |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,207,091 | 000'6 | 768,216,091 |
| PenssI | | Before Exercise | Add Exercise | After Exercise |
| Authorised Capital | | | \$1,500,000,000 | |
| Par Value | | \$0.50 | | |
| Class of Security | | | Ordinary | |

Outstanding Warrants/TSR m

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987. 4

: Caroline Chang * MANA Authorised Signature: Name

: Secretary

25 July 2002

Date

Enclosures:

Designation

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. ಷ ಎ
- Details of options granted and exercised in Employees' Share Option Scheme ("ESOS"). Confirmation of despatch of Share/Stock Certificates.
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional listing fee payable is covered in the previous payments.) ت ت

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|---|-----------------------------------|----------------------------------|-----------------------|
| 6,000 | \$3.78 | \$22,680.00 | Lionel Wee Hui Tek |
| 3,000 | \$3.50 | \$10,500.00 | Lionel Wee Hui Tek |
| | | | |
| | | | |
| | 9 | | |
| | A | | |
| | , | | |
| | • | | |
| | | | |
| | | | |
| | | | |
| | | | |
| - , , , , , , , , , , , , , , , , , , , | | <u> </u> | |
| | Total value of shares exercised = | \$33,180.00 | |

- (1) Adjustments to subscription price to be disclosed as footnotes
 (2) Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

24

FORM

Folio No

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the members of the company on 21 May 2002

The shares referred to in this return were allotted, or are deemed to have been allotted under section 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 6,000 | - | |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$3.78 | - | |
| due and payable | - | - | - |
| Amount of premium paid or payable on each Share | \$3.28 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | · | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | , |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the | office | of the | Registrar | of Companies | & |
|------------|-----|--------|--------|-----------|--------------|---|
| Businesses | bv | | | | | |

Name:

Keppel Corporation Limited

Address:

23 Church Street #15-01 Capital Square

Singapore 049481 Tel No: 68

68857 471

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | | (e) †No and class of shares allotted and consideration therefor | | |
|--|--------------------------|---|--|--|
| (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 | Pte) Ltd (e) 6,000 ordin | | | |
| (c) 198003912M | | (f) 24.7.02 | | |
| (d) Singapore | | | | |
| | | | | |

^{*} Delete where inapplicable.
† Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

 $\frac{1}{2}$

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|-----------------|------------|---|
| Authorised Shaze Capital | \$1,500,000,000 | | 1 |
| Issued Share Capital \$ | 384,106,545.50 | | |
| Paid-up Share Capital \$ | 384,106,545.50 | | |

CERTIFICATE*

| 1 | I hereby certify, in relation to the abovenamed com | * * / | | | |
|---|---|---|---------------------|----|--|
| | (a) the company has more than 500 members; | $(\mathbb{A}_{4},\mathbb{A}_{5})\mapsto \mathbb{A}_{4}=+$ | | •• | |
| , | (b) the company keeps its principal shares register at (a | ddress) | • • • • • • • • • • | | |

- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 25 July 2002

Signature: Gulle

Name of *Director / Secretary:

Caroline Chang

THE COMPANIES ACT (Chapter 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

| _ | |
|---|------|
| | |
| | |

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the

members of the company on

21 May 2002

nbers of the company on 21 May 2002.

The shares referred to in this return were allotted, or are deemed to have been allotted under section. 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|----------|
| Number of shares | 3,000 | - | - |
| Nominal amount of each share | \$0.50 | - | |
| Amount paid or due and payable on each share paid | \$3.50 | - | |
| due and payable | - | - | <u>-</u> |
| Amount of premium paid or payable on each Share | \$3.00 | _ | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the | office of | the | Registrar | of | Companies | & |
|------------|-----|-----------|-----|-----------|----|-----------|---|
| Businesses | by | | | | | | |

Name:

Keppel Corporation Limited

Address:

A/c No.

23 Church Street

#15-01 Capital Square

Singapore 049481

68857 471 Tel No:

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration(d) Nationality/Country of Incorport | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment | | |
|---|---|--------------|---|
| (a) The Central Depository (Pte) (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 | Ltd | | (e) 3,000 ordinary shares for a cash consideration. |
| (c) 198003912M | | | (f) 24.7.02 |
| (d) Singapore | | | |
| | | +1 +1 | |
| | | | |
| : | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM 24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | |
| Issued Share Capital | \$384,108,045.50 | - | • |
| Paid-up Share Capital | \$384,108,045.50 | • | • |

CERTIFICATE#

| | | | and the second second second second | |
|-------------------|--------------------------|--|-------------------------------------|----------------|
| I hereby certify, | , in relation to the ab | ovenamed company, t | hat | ş. |
| (a) the compan | ny has more than 500 | members; | | • |
| (b) the company | y keeps its principal sh | ares register at (address) | | |
| | | • | | |
| • • • • • | 7 . | accommodation and fac ts particulars of shares tr | | nspect and tak |
| (d) the shares t | referred to in this ret | urn were allotted for c | ash: | |

(e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 25 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE 089758 TELEFAX: (65) 63236990 TELEPHONE: (65) 63236200

25 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre 1 #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 9,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 9,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELEN TAN MANAGER

B.A.C.S. PRIVATE LIMITED

CC: Tomasek Holdings (Attu: Ms Gran Lay Hoon) GFD

EC EM (ETR)

c.c. Ms Caroline Chang
General Manager (Group Legal)
Keppel Corporation Limited
23 Church Street #15-01 Capital Square
Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| 24.07.2002 |
|------------|
| |
| |
| |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471

Fax: (65) 68857391

29 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 39,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG

COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED (a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF $\underline{39,000}$ ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 29 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION SCHEME("SCHEME") APPLICATION FOR LISTING AND QUOTATION OF 39,000 39,000 ARISING FROM THE

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details:-તં

| Options Granted & Outstanding Shares/Stock Units | | 14,052,000 | (39,000) | 14,013,000 |
|---|-------------------|---|---------------------------|----------------------------|
| | Shares/Stock Un | 84,108,045.50 Before Exercise: 14,052,000 | 19,500.00 Less Exercise : | Outstanding : |
| 1 | \$ | 384,108,045.50 | 19,500.00 | 384,127,545.50 Outstanding |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,216,091 | 39,000 | 768,255,091 |
| Issued ar | | Before Exercise | Add Exercise | After Exercise |
| Authorised Capital | | | \$1,500,000,000 | |
| Par Value | | | \$0.50 | |
| Class of Security | | | Ordinary | |

Outstanding Warrants/TSR ત્નું Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Mecting held on 7TH MAY 1987. 4

: Caroline Chang Authorised Signature: Name

: Secretary

29July 2002

Date

Enclosures:

Designation

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. ئے نے
- Confirmation of despatch of Share/Stock Cértificates. Details of options granted and exercised in Employees' Share Option Scheme ("ESOS").
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional listing fee payable is covered in the previous payments.) ್ ಕ

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED **ESOS SCHEDULE**

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|-------------------------------------|-----------------------------------|----------------------------------|---|
| 1,000 | \$3.78 | \$ 3,780.00 | Koh Seng Wan via OCBC Securities Pte Ltd (sub-account name of KSN- Kep Gro Corp Cr Union Ltd) |
| 3,000 | \$3.78 | \$11,340.00 | Lim Siew Hwa |
| 35,000 | \$2.80 | \$98,000.00 | Sit Kok Seng |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | · | | |
| | | | |
| | | | |
| | | | |
| | Total value of shares exercised = | \$113,120.00 | |

Notes:

- Adjustments to subscription price to be disclosed as footnotes
 Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

24

FORM

Folio No

| Name | οf | Comi | nanv. |
|--------|-----|------|--------|
| TAUTHE | OI. | | vally. |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The issue of the shares ref | erred to in this return was made pursu | ant to a resolution passed by the |
|------------------------------|--|-----------------------------------|
| : | | |
| members of the company on | 21 May 2002 | |
| | s return were allotted, or are deemed to | |
| 63 (6) of the Companies Act, | o the allottees on the dates indicated | l. |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 4,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$3.78 | - | - |
| due and payable | • | - | - |
| Amount of premium paid or payable on each Share | \$3.28 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | · | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in the office of the Registrar of Companies & | | For Official Use |
|--|----------------------------|-----------------------|
| Businesse | s by | |
| Name: | Keppel Corporation Limited | Date of Registration: |

Address: 23 Church Street #15-01 Capital Square Singapore 049481

Tel No: 68857 471

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

^{FORM} 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name (b) Address (c) NRIC/Passport No/Registration No (d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|---|---|
| a) The Central Depository (Pte) Ltd b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 c) 198003912M d) Singapore | (e) 4,000 ordinary shares for a cash consideration. (f) 25.7.02 |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------------|
| Authorised Share Capital | \$1,500,000,000 | <u>-</u> | . <u>.</u> . |
| Issued Share Capital | \$384,110,045.50 | <u>-</u> | • |
| Paid-up Share Capital | \$384,110,045.50 | | - |

CERTIFICATE‡

I hereby certify, in relation to the abovenamed company, that—

- (a) the company has more than 500 members;
- (b) the company keeps its principal shares register at (address)

(c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 29 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

Folio No

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the

members of the company on

The shares referred to in this return were allotted, or are deemed to have been allotted under section 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|------------|------------|----------|
| Number of shares | 35,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$2.80 | - | <u>-</u> |
| due and payable | · <u>-</u> | - | - |
| Amount of premium paid or payable on each Share | \$2.30 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the | office | of the | Registrar | of Com | panies | & |
|------------|-----|--------|--------|-----------|--------|--------|---|
| Businesses | by | | | | | | |

Name:

Keppel Corporation Limited

Address:

A/c No:

23 Church Street

#15-01 Capital Square

Singapore 049481

Tel No:

68857 471 Fax No: 68857 391

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

FORM **24**

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name(b) Address(c) NRIC/Passport No/Registration No(d) Nationality/Country of Incorporation | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|--|---|
| (a) The Central Depository (Pte) Ltd (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 | (e) 35,000 ordinary shares for a cash consideration. |
| (c) 198003912M (d) Singapore | (f) 25.7.02 |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash. Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

10 FORM 24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | <u>-</u> | - |
| Issued Share Capital | \$384,127,545.50 | - | - |
| Paid-up Share Capital | \$384,127,545.50 | - | - |

CERTIFICATE‡

| I | nereby | certity, | ın | relation | to | the | abovenamed | company, | tnat— | |
|---|--------|----------|----|----------|----|-----|------------|----------|-------|--|
| | | | | | | | | | | |

- (a) the company has more than 500 members;
- (b) the company keeps its principal shares register at (address)

(c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 29 July 2002

Signature:

Name of *Director / Secretary:

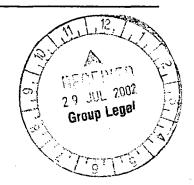
Caroline Chang

Delete where inapplicable.

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE 089758 TELEFAX: (65) 63236990 TELEPHONE: (65) 63236200

26 July 2002



The Listings Manager Singapore Exchange Securities Trading Limited 2 Shenton Way SGX Centre 1 #19-00 Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME **ALLOTMENT OF 39,000 SHARES**

We confirm that we have today despatched the share certificate in regard to the allotment of 39,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELEN TAN MANAGER

B.A.C.S. PRIVATE LIMITED

CC: Tomasek Holdings (AHn: Mr Glam Ley Hour) EFD

GC em (ETR)

c.c. Ms Caroline Chang General Manager (Group Legal) Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DESCRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------------------|------------------|-------------------------|
| BALANCE B/F | 768,216,091 | |
| SHARE OPTION SCHEME | 39,000 | 25.07.2002 |
| TOTAL | 768,255,091 | |
| | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS

Keppel Corporation

Keppel Corporation Limited 23 Church Street #15-01 Capital Square Singapore 049481 Tel: (65) 68857471 Fax: (65) 68857391

31 July 2002

Securities and Exchange Commission Division of Corporate Finance Room 3094 (3-6) 450 Fifth Street Washington DC 20549 U.S.A.

BY COURIER

Attn: Special Counsel/Office of International Corporate Finance

Dear Sir

RE: FILE NO: 82-2564

RULE 12G3 - 2(B) OF THE SECURITIES EXCHANGE ACT OF 1934

The following document which we have filed with the Singapore Exchange Securities Trading Limited is enclosed herewith:-

Copy of our additional listing application together with a copy of our Registrar's letter confirming despatch of the said share certificate and Form 24 relating to the Company's issue of 5,000 shares to option holders issued pursuant to an exercise under the Keppel Share Option Scheme.

This information is being furnished under Paragraph (b)(1)(iii) of Rule 12g-3-2 with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liability of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that this Company is subject to the Exchange Act.

Yours faithfully

CAROLINE CHANG
COMPANY SECRETARY

FORM OF APPLICATION

SUBMITTED BY

KEPPEL CORPORATION LIMITED (a company incorporated in Singapore on 3rd August 1968)

TO

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

FOR ADDITIONAL LISTING OF 5,000 ORDINARY SHARES OF \$0.50 EACH CREDITED AS FULLY PAID.

BY

CAROLINE CHANG COMPANY SECRETARY

DATED THIS 31 DAY OF JULY 2002

KEPPEL CORPORATION LIMITED

SHARES/STOCK UNITS OF \$0.50 EACH FULLY PAID ARISING FROM THE <u>5,000</u> OPTIONS EXERCISED PURSUANT TO THE EMPLOYEES' SHARE OPTION APPLICATION FOR LISTING AND QUOTATION OF 5,000

SCHEME("SCHEME")

State how the additional shares/stock units for which listing is applied for rank with existing shares: Pari Passu -i

(If the shares do not rank pari passu, to confirm that the new share/stock certificates have been endorsed accordingly, and to furnish a specimen copy of the endorsed share/stock certificate to the Exchange.)

In respect of each class of securities, to furnish the following details :-

તં

| P. Outstonding | & Outstanding its | 14,013,000 | (2,000) | 14,008,000 |
|----------------------------------|----------------------|--|--------------------------|----------------------------|
| Postura Carottod | Shares/Stock Units | 384,127,545.50 Before Exercise: 14,013,000 | 2,500.00 Less Exercise : | Outstanding : |
| 1 | €9 | 384,127,545.50 | 2,500.00 | 384,130,045.50 Outstanding |
| Issued and Paid-up Share Capital | Share/Stock Units | 768,255,091 | 2,000 | 768,260,091 |
| Issued a | | Before Exercise | Add Exercise | After Exercise |
| Authorised | Capital | | \$1,500,000,000 | |
| Par | Par Value | | \$0.50 | |
| Class of | Class of Security | | Ordinary | |

Outstanding Warrants/TSR 3

Outstanding Convertible Bonds:

Nominal Value of Outstanding Convertible Loan Stock/Bonds:

We confirm that the attached list of options were granted and exercised in compliance with the terms of the (Employees' Share Option Scheme) approved by shareholders at the Extraordinary General Meeting held on 7TH MAY 1987. 4

: Carpline Chang, Name

Authorised Signature:

: Secretary Designation

31 July 2002

Date

Enclosures:

- A copy of the Return of Allotment (Form 24) filed with the Registrar of Companies. Confirmation of despatch of Share/Stock Certificates. ė.
- Details of options granted and exercised in Employees' Share Option Scheme ("ESOS").
- Cheque for \$2,000 being payment for the additional listing fee for the next 4 million Shares/Stock Units (unless the additional listing fee payable is covered in the previous payments.) ್ ಕ

SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

ESOS SCHEDULE

DETAILS OF OPTIONS GRANTED AND EXERCISED IN EMPLOYEES/EXECUTIVES SHARE OPTION SCHEME ("ESOS")

| Aggregate Number of Shares Allotted | Subscription Price (1) | Value of Shares exercised (2) | Remarks Exercised By: |
|-------------------------------------|-----------------------------------|-------------------------------|--|
| 3,000 | \$3.50 | \$10,500.00 | Allan Cheong Hup Guan via OCBC Securities Pte Ltd (sub-account name of KSN-Kep Grp Corp Cr Union Ltd) |
| 2,000 | \$2.80 | \$ 5,600.00 | Chia Mooi Larn Doris |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | Total value of shares exercised = | \$16,100.00 | |

- (1) Adjustments to subscription price to be disclosed as footnotes
 (2) Value of shares exercised = the number of shares allotted multiply by their exercise price

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

FORM

Folio No

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

The issue of the shares referred to in this return was made pursuant to a resolution passed by the 21 May 2002 members of the company on

The shares referred to in this return were allotted, or are deemed to have been allotted under section 63 (6) of the Companies Act, to the allottees on the dates indicated.

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|--------|
| Number of shares | 3,000 | - | - |
| Nominal amount of each share | \$0.50 | - | · - |
| Amount paid or due and payable on each share paid | \$3.50 | - | - |
| due and payable | - | - | • |
| Amount of premium paid or payable on each Share | \$3.00 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|---------------------------------------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | · · · · · · · · · · · · · · · · · · · |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the office | of the | Registrar | of Compani | es & |
|-------------------|------------|--------|-----------|------------|------|
| Businesses | by | | | | |

Name:

Keppel Corporation Limited

Address:

23 Church Street #15-01 Capital Square

Singapore 049481 Tel No:

68857 471

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

^{FORM} 24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name (b) Address (c) NRIC/Passport No/Registration No | (e) †No and class of shares allotted and consideration therefor |
|---|---|
| (d) Nationality/Country of Incorporation | (f) Date of allotment |
| a) The Central Depository (Pte) Ltd | (e) 3,000 ordinary shares |
| (b) 20 Cecil Street 6 th Floor The Exchange Singapore 049705 | for a cash consideration |
| c) 198003912 M | (f) 30.7.02 |
| d) Singapore | |
| | · |
| | |
| | |
| | |
| | |
| | |
| | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

PORM 24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|------------|--------|
| Authorised Share Capital | \$1,500,000,000 | - | |
| Issued Share Capital | \$384,129,045.50 | - | • · |
| Paid-up Share Capital | \$384,129,045.50 | • | |

CERTIFICATE#

| I hereby certify, in relation to the abovenamed company, that— |
|---|
| (a) the company has more than 500 members; |
| (b) the company keeps its principal shares register at (address) |
| (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred; |
| (d) the shares referred to in this return were allotted for cash; |
| (e) the shares referred to in this return were allotted for a consideration other than cash and |

the number of persons to whom the shares have been allotted exceeds 500.

Dated: 31 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

THE COMPANIES ACT (CHAPTER 50) Section 63 (1)

RETURN OF ALLOTMENT OF SHARES

24

FORM

Folio No

| Name | of | Company: | |
|-------|----|-----------|--|
| ranno | V. | COMBOANT. | |

KEPPEL CORPORATION LIMITED

Company No:

196800351N

| The issue of the shares refe | erred to in this return was made pursuant to a resolution passed by th |
|--------------------------------|--|
| members of the company on | 21 May 2002 |
| The shares referred to in thi | is return were allotted, or are deemed to have been allotted under section |
| 63 (6) of the Companies Act, t | to the allottees on the dates indicated. |

1 Payable in cash

| Class of shares | Ordinary | Preference | Others |
|---|----------|------------|----------|
| Number of shares | 2,000 | - | - |
| Nominal amount of each share | \$0.50 | - | - |
| Amount paid or due and payable on each share paid | \$2.80 | - | <u>.</u> |
| due and payable | • | - | - |
| Amount of premium paid or payable on each Share | \$2.30 | - | - |

2 For a consideration other than cash (*See Form 25/contract in writing)

| Class of shares | Ordinary | Preference | Others |
|--|----------|------------|--------|
| Number of shares | | | |
| Nominal amount of each share | | | |
| Amount to be treated as paid on each share | | | - |

The consideration for which the shares have been so allotted is as follows:

| Lodged in | the office of the Registrar of Companies & |
|------------|--|
| Businesses | by |

Name:

Keppel Corporation Limited

Address:

23 Church Street #15-01 Capital Square

Singapore 049481

Tel No: 68857 471

For Official Use

Date of Registration:

Receipt No:

Checked By:

Form 24 Continuation Sheet 1

(Please use continuation sheets if space provided is insufficient)

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

24

3 List of the allottees and an account of the shares allotted to them are as follows:

| (a) Name (b) Address (c) NRIC/Passport No/Registration No | | (e) †No and class of shares allotted and consideration therefor (f) Date of allotment |
|---|---|---|
| (d) Nationality/Country of Incorporation | | (1) Date of anothern |
| (a) The Central Depository (Pte) Ltd | | (e) 2,000 ordinary shares |
| b) 20 Cecil Street 6th Floor The Exchange Singapore 049705 | | for a cash consideration. |
| c) 198003912M | | (f) 30.7.02 |
| d) Singapore | | |
| | | |
| | | |
| | | |
| | • | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

^{*} Delete where inapplicable.

[†] Please specify if class of shares is other than Ordinary (i.e. Preference/Others) and if consideration is otherwise than in cash.

Details of consideration need not be provided.

Name of Company:

KEPPEL CORPORATION LIMITED

Company No:

196800351N

24

4 Upon the abovementioned allotment of shares, the position of the Share Capital is as follows:

| | Ordinary | Preference | Others |
|--------------------------|------------------|----------------|----------|
| Authorised Share Capital | \$1,500,000,000 | • • | - |
| Issued Share Capital | \$384,130,045.50 | - ' | <u>-</u> |
| Paid-up Share Capital | \$384,130,045.50 | - | - |

CERTIFICATE[‡]

I hereby certify, in relation to the abovenamed company, that—

- (a) the company has more than 500 members;
- (b) the company keeps its principal shares register at (address)
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;
- (d) the shares referred to in this return were allotted for cash;
- (e) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds 500.

Dated: 31 July 2002

Signature:

Name of *Director / Secretary:

Caroline Chang

^{*} Delete where inapplicable.

B.A.C.S. PRIVATE LIMITED

63 CANTONMENT ROAD SINGAPORE 089758 TELEFAX: (65) 63236990 TELEPHONE: (65) 63236200

31 July 2002

The Listings Manager
Singapore Exchange Securities Trading Limited
2 Shenton Way
SGX Centre 1 #19-00
Singapore 068804

Dear Sirs

KEPPEL CORPORATION LIMITED ("KEPPEL") EMPLOYEE SHARE OPTION SCHEME ALLOTMENT OF 5,000 SHARES

We confirm that we have today despatched the share certificate in regard to the allotment of 5,000 shares issued pursuant to Keppel's Share Option Scheme.

The changes in the issued share capital are as shown on the attached.

Yours faithfully

HELEN TAN MANAGER

B.A.C.S. PRIVATE LIMITED

CC: Tamaseh Holdings
(Attn: Ms Gran Lay Hoan)
GFD
GC.
GM (GTR)

c.c. Ms Caroline Chang
General Manager (Group Legal)
Keppel Corporation Limited
23 Church Street #15-01 Capital Square
Singapore 049481

KEPPEL CORPORATION LIMITED

CHANGES IN THE ISSUED SHARE CAPITAL

| DESCRIPTION | SHARE CAPITAL | DATE ON CERTIFICATES |
|---------------------|------------------|-------------------------|
| BALANCE B/F | 768,255,091 | |
| SHARE OPTION SCHEME | 5,000 | 30.07.2002 |
| TOTAL | 768,260,091 | |
| | | |

VERIFIED BY: B.A.C.S. PRIVATE LIMITED

REGISTRARS